

EXHIBIT B

**APPLICATION FOR CERTIFICATE OF AUTHORITY
OF A FOREIGN CORPORATION TO TRANSACT
BUSINESS IN ALABAMA**

Filed with the Alabama Secretary of State
on February 23, 2006

FILED IN OFFICE

STATE OF ALABAMA

FEB 23 2006

APPLICATION FOR CERTIFICATE OF AUTHORITY
OF A FOREIGN CORPORATION TO TRANSACT BUSINESS IN ALABAMA

SECRETARY OF STATE

TO THE SECRETARY OF STATE OF THE STATE OF ALABAMA,

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION HEREBY APPLIES FOR A CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ALABAMA AND, FOR THAT PURPOSE, SUBMITS THE FOLLOWING STATEMENTS.

1. The exact name of the corporation:

PeoplesSouth Bank

2. If your corporate title does not include "Corporation," "Corp," "Incorporated" or "Inc.," one of these must be added for use in Alabama. Please list your exact corporate title with the addition of one of these words.

Peoples Community Bank

3. State or Country of incorporation:
- Georgia

4. Date of incorporation:
- March¹⁶/1973
- Duration of corporation:
- perpetual

5. Street address of principal office:

203 Crawford Street, Colquitt, GA 39837

6. Name and
- street address
- (NO PO BOX) of registered agent in Alabama:

Larry Pitchford, 519 Kirkland Street, Abbeville, AL 36310

7. The names and addresses of its directors and officers are:

NAME	OFFICE/TITLE	MAILING ADDRESS
<u>Rickey E. Stuckey</u>	<u>CEO/President</u>	<u>P. O. Box 218, Colquitt, GA 39837</u>
<u>Larry Pitchford</u>	<u>Alabama State Pres</u>	<u>P. O. Box 370, Abbeville, AL 36310</u>
<u>Sandra Womble</u>	<u>GA State Pres.</u>	<u>P. O. Box 218, Colquitt, GA 39837</u>
<u>Robert Jackson</u>	<u>FL State Pres.</u>	<u>P. O. Box 6166, Marianna, FL 32447</u>

8. This application is accompanied by a copy of articles of incorporation and all amendments thereto, duly certified by the proper official of the state under the laws of which it is incorporated, together with the filing fee of \$175.00. The non-profit corporation filing fee is \$75.00. The certification by the Secretary of State or the equivalent in your state must be an
- original
- and "
- current
- " (
- within six months
-).

9. Date:
- February 20, 2006

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Rickey E. Stuckey, CEO/President

Type or Print Corporate Officer's Name and Title

Rickey E. Stuckey

Signature of Officer

MAIL DUPLICATE ORIGINALS OF THIS APPLICATION, A CERTIFIED COPY OF THE CHARTER AND THE FILING FEE TO:
SECRETARY OF STATE, CORPORATIONS DIVISION, POST OFFICE BOX 5616, MONTGOMERY, ALABAMA 36103-5616
OF STATE (334)242-5324